FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB.	APPI	ROVA	۱L

hours per response:

OMB Number: 3235-0287 Estimated average burden

0.5

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					or	Section	n 30(h)	or the In	ivestmei	it Com	pany Act	of 194	.U								
1. Name and Address of Reporting Person*  BERMAN ROBERT L					2. Issuer Name and Ticker or Trading Symbol EASTMAN KODAK CO [ EK ]								(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify							
(Last) 343 STA	TE STREE	(First) T	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/28/2009								X	below)	enior Vi	ce Pres	below)	Jecliy				
(Street) ROCHESTER NY 14650						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person						
(City)		(State)	(Zip)												Form filed by More than One Reporting Person						
			Table I - Nor						_	Disp					wned						
1. Title of Security (Instr. 3)		2. Transactio Date (Month/Day/\		Exec ay/Year) if an		A. Deemed kecution Date, any lonth/Day/Year)		Transaction Code (Instr. 8)		ities Acquired (A) or d Of (D) (Instr. 3, 4 and			nd 5) Securities Beneficially Following R Transaction		Owned (D) or I (I) (Inst		7. Nature of Indirect Beneficial Ownership (Instr. 4)				
								Code	V	Amount	(A) (I)		Price	(Instr. 3 and 4)		<del>                                     </del>					
Commor	Stock													18,388(1)			D ,	By			
Commor	Stock														23.282		I I		Trustee of ESOP		
			Table II -												ned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code 8)	action	5. Nur Deriva Secur Acqui	nber of ative ities red (A) posed (Instr.	6. Date Expira	ts, options, co  Date Exercisable and piration Date onth/Day/Year)			7. Title and Amour Securities Underly Derivative Security 3 and 4)		ount of erlying	8. Price of Derivative Security (Instr. 5)	derivati Securit Benefic Owned Followi Reporte	ive ies cially ing ed	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)		
				Code	v	(A)	(D)	Date Exerci	sable		ation	Title		ount or nber of ires		Transaction (Instr. 4)	ction(s)				
Option (right to buy)	\$31.3							(	(2)	03/29/2010		comr		4,934		4,934		D			
Option (right to buy)	\$31.3							(	(2) 01/11/201		11/2011	common stock 8,		8,867		8,867		D			
Option (right to buy)	\$31.3							(	(2)	11/15/2011 common stock		13,300		13,300		D					
Option (right to buy)	\$31.3							(	(2)	08/	08/25/2012 common stock 5		5,000		5,000		D				
Option (right to buy)	\$36.66							(	(2)	11/21/2012 common stock 15		19,125		19,125		D					
Option (right to buy)	\$24.49							(	(2)	11/	18/2010	comr		5,810		5,8	10 D				
Option (right to buy)	\$31.71							(	(2)	12/	09/2011	Comi		5,810	5,810		310	D			
Option (right to buy)	\$26.46							(	(4)	05/	11/2012	Comi		10,000	10,		10,000 D				
Option (right to buy)	\$26.47							(	(4)	05/	31/2012	Comi		32,083		32,083		D			
Option (right to buy) <sup>(3)</sup>	\$24.75							(	(4)	12/0	06/2012	Comi		15,500		15,	500	D			
Option (right to buy) <sup>(3)</sup>	\$25.88							(	(4)	12/	11/2013	Comi		44,080		44,	080	D			
Option (right to buy) <sup>(3)</sup>	\$23.28							(	(4)	12/	10/2014	Comi		53,270		53,	270	D			
Option (right to buy) <sup>(3)</sup>	\$7.41							(	(4)	12/0	08/2015	Comi		100,740		100	,740	D			
Stock Units <sup>(8)</sup>	(6)							(	(5)		(5)	Com		475.802		3,475	5.802	D			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Derivative Code (Instr. Securities		6. Date Exercis Expiration Date (Month/Day/Yea	)	Securities	d Amount of Underlying Security (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Expiration Date		Title	Amount or Number of Shares		(Instr. 4)		
Restricted Stock Units <sup>(9)</sup>	(6)							12/31/2009 <sup>(10)</sup>	12/31/2009 <sup>(10)</sup>	Common Stock	10,893.6831		10,893.6831	D	
Restricted Stock Units <sup>(7)</sup>	(6)							12/31/2011 <sup>(10)</sup>	12/31/2011 <sup>(10)</sup>	Common Stock	12,750		12,750	D	
Restricted Stock Units	(6)	09/28/2009		A		140,580		(11)	(11)	Common Stock	140,580	140,580 \$0		D	

## **Explanation of Responses:**

- 1. Some of these shares are restricted.
- 2. These options have vested.
- 3. Stock option granted under the 2005 Omnibus Long-Term Compensaton Plan.
- 4. These options vest one-third on each of the first three anniversaries of the date of grant.
- 5. Not Applicable
- 6. These units convert on a one-for-one basis.
- 7. The effective date for these RSUs is January 1, 2009.
- 8. These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- $9.\ These\ units\ granted\ under\ the\ 2005\ Omnibus\ Long-Term\ Compensation\ Plan;\ Leadership\ Stock\ 2007\ cycle.$
- 10. This is the date these restricted stock units will vest.
- 11. These units vest 50% on both the 3rd and 4th anniversary of the grant date.

## Remarks:

Patrick M. Sheller, as attorney-infact for Robert L. Berman

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.